

PX17

PX17 Attachment D

Document on entity formation obtained from office of
Christy Blackburn

Seminole Mountain
Courtney

1. INITIAL STEP – FORM ENTITY.

- ☒ a. Find Regis/Office in Wyoming. 690 S Hwy 89, Suite 200, PO Box 10400, Jackson WY 83002
- ☒ b. Hire Registered Agent. emailed 5/11/17
 - i. The name of the registered agent company is Opes Registered Agent Services LLC. Contact information:
 - ii. Physical Address:
 - 1. 1623 Central Avenue, Suite 204
 - 2. Cheyenne, WY 82001
 - iii. Mailing Address:
 - 1. PO Box 22140
 - 2. Cheyenne, WY 82003
 - iv. 307.274.3525 Ext. 101
 - v. 307.274.3527 (fax)
 - vi. E-mail: opeslegem@gmail.com
- c. Articles of Organization – registered agent will fill out and file with the State of Wyoming.
 - Need name and address of entity
 - \$100.00 U.S.D. (registered agent will pay this and bill you separately)
 - Consent to Appointment by Registered Agent (filled out by registered agent)
- d. Operating Agreement
 - Need name and address of entity
 - Name of sole member/manager
 - Need date
 - Need purpose of business
 - Advertiser Counsel (11.16)
- e. Organizational Consent Resolutions
 - Need name and address of entity
 - Name of sole member/manager
 - Need date
 - Name of registered agent
- f. EIN – See SS4 - BHGR will complete, Member will sign, BHGR will apply for EIN.
 - Need name and address of entity
 - Need name of responsible party – entity or individual but has to be someone in company – generally the manager.
 - Need sole member/manager name and signature
 - NOTE: IF ENTITY IS MEMBER/MANAGER, NOT INDIVIDUAL, CANNOT FILE FOR EIN ONLINE – TAKES 4 BUSINESS DAYS TO PROCESS

- ALSO NOTE - Effective May 21, 2012, to ensure fair and equitable treatment for all taxpayers, the Internal Revenue Service will limit Employer Identification Number (EIN) issuance to one per responsible party per day.
2. **2-6 WEEKS** - Sole Member and Manager Procures MIDS, opens bank accounts, etc.
 3. **MIDS HAVE BEEN PROCURED:** Written Consent of the Member Approving Management Agreement
 - Need name and address of entity
 - Name of sole member/manager
 - Need date
 - Need name of Manager and state where Manager was formed
 - Date of operating agreement
 - a. Execute Management Agreement
 - Need name and address of entity and sole member/manager
 - Need date
 - Need name of Manager and state where Manager was formed
 - Need purpose of business and Manager's specialty
 4. **AFTER MANAGAMENT AGREEMENT** - Joint Consent of the Manager and Member approving assignment of Class A Interest
 - Name and address of sole member, and management entity
 - Date of operating agreement
 - a. Assignment
 - Name of sole member, and new member, and addresses
 - Date of operating agreement
 - Name of company
 5. **FINAL STEP** - Independent Contractor Agreement
 - Need date
 - Names of Parties –Company and Contractor
 - Addresses
 - Date of management agreement
 - Tweak Description of services on Exhibit A if needed
 - Tweak Fee Schedule on Exhibit B if needed